

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)
) Chapter 11
)
FTX TRADING LTD., <i>et al.</i> , ¹) Case No. 22-11068 (JTD)
)
Debtors.) (Jointly Administered)
)
) <u>Objection Deadline: April 4, 2024 at 4:00 p.m. (ET)</u> ²
) <u>Hearing Date: June 13, 2024 at 1:00 p.m. (ET)</u>
)

**SUPPLEMENT TO FIFTH INTERIM FEE REQUEST OF
YOUNG CONAWAY STARGATT & TAYLOR, LLP**

Young Conaway Stargatt & Taylor, LLP (“Young Conaway”), co-counsel to the Official Committee of Unsecured Creditors appointed in the above-captioned chapter 11 cases (the “Committee”), hereby supplements the *Fifth Interim Fee Request of Young Conaway Stargatt & Taylor, LLP* (the “Interim Fee Request”) for the period from November 1, 2023 through and including January 31, 2024 (the “Request Period”) by attaching, as Exhibits A through E hereto, certain schedules requested by the *Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under United States Code by Attorneys in Larger Chapter 11 Cases* (the “UST Guidelines”). In addition, Young Conaway respectfully states as follows to address the questions set forth under section C.5 of the UST Guidelines:

a. During the Request Period, Young Conaway did not agree to any variations from, or alternatives to, its standard or customary billing rates, fees, or terms.

¹ The last four digits of FTX Trading Ltd.’s tax identification number are 3288. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/FTX>.

² The objection deadline set forth herein is for all parties other than the Fee Examiner and the U.S. Trustee (each as defined in the Fee Examiner Order), whose objection deadline shall be governed by that certain *Order (I) Appointing Fee Examiner and (II) Establishing Procedures for Consideration of Requested Fee Compensation and Reimbursement of Expenses* [Docket No. 834] (the “Fee Examiner Order”).

b. The fees and expenses sought by Young Conaway in the Interim Fee Request are less than the fees and expenses budgeted in Young Conaway's budget and staffing plan for the Request Period.

c. The professionals included in the Interim Fee Request did not vary their hourly rate based on the geographic location of the bankruptcy cases.

d. The Interim Fee Request did not include any fees dedicated to revising time records or preparing and revising invoices that would not normally be compensable outside of bankruptcy.

e. The time period covered by the Interim Fee Request includes 3.40 hours (with a value of \$3,333.50) spent by Young Conaway to ensure that the time entries included in certain of the monthly fee applications that are subject to the Interim Fee Request comply with the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware and do not disclose privileged or confidential information. This review, and any revisions associated therewith, are a necessary component of Young Conaway's preparation of each monthly fee application.

f. The Interim Fee Request does not include any rate increases that were not previously disclosed.

Dated: March 15, 2024
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Robert F. Poppiti, Jr.
Matthew B. Lunn (No. 4119)
Robert F. Poppiti, Jr. (No. 5052)
Jared W. Kochenash (No. 6557)
1000 North King Street
Wilmington, DE 19801
Telephone: (302) 571-6600
Facsimile: (302) 571-1253
Email: mlunn@ycst.com
rpoppetti@ycst.com
jkochenash@ycst.com

-and-

PAUL HASTINGS LLP
Kristopher M. Hansen*
Erez E. Gilad*
Gabriel E. Sasson*
200 Park Avenue
New York, NY 10166
Telephone: (212) 318-6000
Facsimile: (212) 319-4090
Email: krishansen@paulhastings.com
erezgilad@paulhastings.com
gabesasson@paulhastings.com

* *Admitted pro hac vice*

*Counsel to the Official Committee
of Unsecured Creditors*

EXHIBIT A**CUSTOMARY AND COMPARABLE
COMPENSATION DISCLOSURES**

Young Conaway's hourly rates for bankruptcy services are comparable to the hourly rates charged in complex chapter 11 cases by similarly skilled bankruptcy attorneys. In addition, Young Conaway's hourly rates for bankruptcy services are comparable to the rates charged by the Firm for other complex corporate and litigation matters. The rates charged by the Firm for the services performed in the prior calendar year in the practice areas that are comparable to the services performed by the Bankruptcy and Corporate Restructuring section – namely, Corporate Counseling and Litigation, Business Planning, and Intellectual Property Litigation – are set forth below. Also included below is 2023 blended hourly rate information for all sections of the Firm, excluding the Bankruptcy and Corporate Restructuring section and the Personal Injury and Workers' Compensation section.

Category of Timekeeper	2023 Blended Hourly Rate		
	Billed In comparable practice areas for preceding calendar year¹	Billed Firm-wide for preceding calendar year²	Billed This Application
Partner	\$905	\$856	\$975
Counsel	\$799	\$740	N/A
Associate	\$520	\$503	\$569
Paralegal	\$333	\$235	\$371
Aggregated:	\$672	\$626	\$860

¹ This column reflects the blended 2023 rates charged by the firm for complex corporate and litigation matters in the following sections of the firm: Corporate Counseling and Litigation, Business Planning, and Intellectual Property Litigation. A similar column for 2022 is contained in Young Conaway's prior interim fee application supplements.

² This column excludes blended hourly rates for the Bankruptcy and Corporate Restructuring section and the Personal Injury and Workers' Compensation section. A similar column for 2022 is contained in Young Conaway's prior interim fee application supplements.

EXHIBIT B**SUMMARY OF TIMEKEEPERS INCLUDED IN THE THIRD INTERIM FEE REQUEST**

Name	Title	Department	Date of First Admission	Hourly Rate Billed in the Request Period (\$2023/2024)	Hours Billed in the Request Period	Fees Billed in the Request Period
Matthew B. Lunn	Partner	Bankruptcy	2001	\$1,025.00/\$1,110.00	83.40	\$88,698.00
Robert F. Poppiti	Partner	Bankruptcy	2007	\$890.00/\$985.00	157.20	\$145,950.00
Jared Kochenash	Associate	Bankruptcy	2018	\$560.00/\$630.00	22.80	\$12,971.00
Debbie Laskin	Paralegal	Bankruptcy	N/A	\$365.00/\$385.00	35.40	\$13,121.00
Jorge Martinez	Paralegal	Bankruptcy	N/A	\$355.00/\$375.00	7.70	\$2,887.50
Totals					306.50	\$263,627.50

EXHIBIT C

BUDGET AND STAFFING PLAN

BUDGET AND STAFFING PLAN

Professional	Hourly Rate (2023/2024)	Budgeted Hours for Nov. 2023	Budgeted Hours for Dec. 2023	Budgeted Hours for Jan. 2024
Matthew B. Lunn <i>Partner since 2010. Joined firm as an associate in 2001. Member of the DE Bar since 2001 and NY Bar since 2009.</i>	\$1,025/\$1,110	70	70	70
Robert F. Poppiti <i>Partner since 2018. Joined firm as an associate in 2007. Member of the DE Bar since 2007 and NY Bar since 2015.</i>	\$890/\$985	70	70	70
Michael S. Neiburg <i>Partner since 2019. Joined firm as associate in 2008. Member of DE Bar since 2009.</i>	\$900/\$995	5	5	5
James Yoch <i>Partner since 2018. Joined firm as an associate in 2009. Member of the DE Bar since 2008.</i>	\$890/\$980	5	5	5
Jared Kochenash <i>Joined firm as an associate in 2018. Member of the DE Bar since 2018.</i>	\$560/\$630	45	45	45
Roxanne M. Eastes <i>Joined firm as associate in 2020. Member of DE Bar since 2019 and NY Bar since 2020.</i>	\$560/\$630	20	20	20
Debbie Laskin <i>Paralegal</i>	\$365/\$385	25	25	25
TOTAL		240	240	240

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter During the Budgeted Fee Period	Average Hourly Rate ¹
Partners	4	\$983.38
Associates (7 or more years since first admission)	-	-
Associate (4-6 years since first admission)	1	\$583.33
Associate (less than 4 years since first admission)	1	\$583.33
Paralegal	1	\$371.66

¹ The Average Hourly Rate is a weighted average based on the individual hourly rate of, and projected number of hours worked by, each timekeeper over the course of the Budgeted Period.

<u>November 2023</u>	<u>December 2023</u>	<u>January 2024</u>	<u>Total</u>
Fees: \$188,525 Expenses: \$3,500 Total: \$192,025	Fees: \$188,525 Expenses: \$3,500 Total: \$192,025	Fees: \$207,100 Expenses: \$3,500 Total: \$210,600	Fees: \$584,150 Expenses: \$10,500 Total: \$594,650

<u>Project Category</u>		<u>Budgeted Hours</u>	<u>Budgeted Fees</u>	<u>Actual Hours</u>	<u>Actual Fees</u>
B001	Case Administration	50	\$40,566	22.10	\$11,211.50
B002	Court Hearings	55	\$44,623	57.60	\$52,228.00
B003	Cash Collateral – DIP Financing	0	\$0	4.00	\$2,240.00
B004	Schedules & Statements, U.S. Trustee Reports	5	\$4,057	0.80	\$673.00
B005	Lease/Executory Contract Issues	20	\$16,226	0.30	\$115.50
B006	Use, Sale or Lease of Property (363 issues)	75	\$60,849	33.30	\$31,921.00
B007	Claims Analysis, Objections and Resolutions	5	\$4,057	16.80	\$15,508.00
B008	Meetings	75	\$60,849	43.80	\$43,090.00
B009	Stay Relief Matters	50	\$40,566	0.00	\$0.00
B011	Other Adversary Proceedings	75	\$60,849	38.80	\$34,644.50
B012	Plan and Disclosure Statement	125	\$101,415	47.40	\$45,201.50
B013	Creditor Inquiries	5	\$4,057	0.00	\$0.00
B014	General Corporate Matters	5	\$4,057	0.00	\$0.00
B015	Employee Matters	0	\$0	0.00	\$0.00
B016	Asset Analysis	5	\$4,057	0.00	\$0.00
B017	Retention of Professionals/Fee Issues	20	\$16,226	25.50	\$15,691.00
B018	Fee App Prep	25	\$20,283	13.70	\$8,863.00
BN014	FTX Digital Chapter 15 Proceeding	25	\$20,283	0.70	\$623.00
BN015	Voyager Litigation and Claims	100	\$81,832	1.70	\$1,617.50
	Total	720	\$584,150	306.50	\$263,627.50

EXHIBIT D**SUMMARY OF COMPENSATION AND EXPENSE REIMBURSEMENT**

SUMMARY OF COMPENSATION BY PROJECT CATEGORY		
Project Category	Hours Billed	Fees Sought (\$)
Case Administration (B001)	22.10	\$11,211.50
Court Hearings (B002)	57.60	\$52,228.00
Cash Collateral – DIP Financing (B003)	4.00	\$2,240.00
Schedules & Statements, U.S. Trustee Reports (B004)	0.80	\$673.00
Lease/Executory Contract Issues (B005)	0.30	\$115.50
Use, Sale or Lease of Property (B006)	33.30	\$31,921.00
Claims Analysis, Objections & Resolutions (B007)	16.80	\$15,508.00
Meetings (B008)	43.80	\$43,090.00
Stay Relief Matters (B009)	0.00	\$0.00
Other Adversary Matters (B011)	38.80	\$34,644.50
Plan and Disclosure Statement (B012)	47.40	\$45,201.50
Creditor Inquiries (B013)	0.00	\$0.00
General Corporate Matters (B014)	0.00	\$0.00
Employee Matters (B015)	0.00	\$0.00
Asset Analysis (B016)	0.00	\$0.00
Retention of Professionals/Fee Issues (B017)	25.50	\$15,691.00
Fee Application Preparation (B018)	13.70	\$8,863.00
Travel (B019)	0.00	\$0.00
FTX Chapter 15 Proceeding (BN014)	0.70	\$623.00
Voyager (BN015)	1.70	\$1,617.50
Totals	306.50	\$263,627.50

SUMMARY OF EXPENSE REIMBURSEMENT	
Category	Amount (\$)
Reproduction	\$386.20
Working Meals	\$267.95
Docket Retrieval/Search	\$109.40
Total	\$763.55

EXHIBIT E

SUMMARY OF FOURTH INTERIM FEE REQUEST	
Name of Applicant	Young Conaway Stargatt & Taylor, LLP
Name of Client	The Official Committee of Unsecured Creditors
Time period covered by the Interim Fee Request	November 1, 2023 – January 31, 2024
Total compensation sought during the Request Period	\$263,627.50
Total expenses sought during the Request Period	\$763.55
Petition Date	November 11, 2022
Retention Date	December 22, 2022
Date of order approving employment	February 8, 2023
Total compensation approved by interim order to date [D.I. 1794, 2506, 4622]	\$1,266,579.14
Total expenses approved by interim order to date [D.I. 1794, 2506, 4622]	\$9,406.61
Total allowed compensation paid to date	\$1,635,767.66
Total allowed expenses paid to date	\$13,203.45
Blended rate in the Interim Fee Request for all attorneys	\$940.00
Blended rate in the Interim Fee Request for all timekeepers	\$860.00
Compensation sought in the Interim Fee Request already paid (or to be paid) pursuant to a monthly compensation order but not yet allowed	\$210,902.00
Expenses sought in the Interim Fee Request already paid (or to be paid) pursuant to a monthly compensation order but not yet allowed	\$763.55
Number of professionals included in the Interim Fee Request	5
If applicable, number of professionals in the Interim Fee Request not included in staffing plan for Request Period	1
If applicable, difference between fees and expenses budgeted and sought during the Request Period	\$584,150.00 – Fees Budgeted \$263,627.50 – Fees Sought \$10,500.00 – Expenses Budgeted \$763.55 – Expenses Sought
Number of professionals billing fewer than 15 hours to the case during the Request Period	1
Are any rates higher than those approved or disclosed at retention?	Yes. As reflected in the <i>Notice of Annual Rate Increase of Young Conaway Stargatt & Taylor, LLP</i> [D.I. 5220], Young Conaway's hourly rates were revised effective January 1, 2024.

